



July 26, 2007

Mr. James P. Whitson
 Chief Tax Officer
 Delphi Automotive
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 5725 Delphi Drive
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 USA

**PAYMENT DUE UPON RECEIPT
 INVOICE NUMBER : 1030880658-6**

PwC TAX ID #: 134008324
 PwC D&B #: 00-186-37-94

SEND CHECK PAYMENT TO:

PricewaterhouseCoopers LLP
 P.O. Box 75647
 Chicago, IL 60675-5647

WIRE TRANSFER INSTRUCTIONS:

Citibank NA, New York, NY
 Account #: 30408437
 ABA #: 021000089 or Swift #: CITIUS33
To Credit: PricewaterhouseCoopers LLP

Adjustment for fee increase for professional services rendered covering the period January 1, 2007 through March 31, 2007 for Washington National Tax Services (WNTS) retainer activities, in accordance with the Statement of Work covering the period January 1 through December 31, 2007. Specific services included membership, activities or materials with respect to the Tax Study Group (TSG), the Coalition for Analysis and Study of Territorial Taxation (CASTT), the Washington Tax Service (WTS), and the International Tax Policy Forum (ITPF).	\$	3,000.00
	\$	0.00
Total Invoice	\$	3,000.00

For questions, contact: Donald Longano at (202) 414-1647, don.longano@us.pwc.com

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